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11 Attorneys for Official Committee of Unsecured Creditors

12 **UNITED STATES BANKRUPTCY COURT**
13 **DISTRICT OF NEVADA**

14 **In Re:**

15 **USA Commercial Mortgage Company**
16 **06-10725 – Lead Case**

17 **USA Capital Realty Advisors, LLC**
18 **06-10726**

19 **USA Capital Diversified Trust Deed Fund,**
20 **LLC**
21 **06-10728**

22 **USA Capital First Trust Deed Fund, LLC**
23 **06-10728**

24 **USA Securities, LLC**
25 **06-10729**

26 **Debtors.**

Jointly Administered

Chapter 11 Cases

Judge Linda B. Riegle Presiding

Affecting:

.. All Cases

or Only:

- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC

DECLARATION OF ROB CHARLES IN SUPPORT OF LEWIS AND ROCA'S
FIRST INTERIM APPLICATION FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES INCURRED AS ATTORNEYS FOR
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF USA
COMMERCIAL MORTGAGE COMPANY

I, Rob Charles, Esq., hereby declare:

1. The following facts are personally known to me, and if called to do so, I could and would competently testify thereto.

2. I am a partner with the law firm of Lewis and Roca LLP ("Lewis and Roca"), attorneys for the Official Committee of Unsecured Creditors of USA Commercial



1 Mortgage Company (the "Committee") and I make this declaration in support of Lewis
2 and Roca's First Interim Application for Allowance of Compensation and Reimbursement
3 of Expenses Incurred as Attorneys for Official Committee of Unsecured Creditors (the
4 "Application").

5 3. I have personally reviewed the information contained in the Application and
6 the same is true and correct to the best of my knowledge, information and belief.

7 4. Lewis and Roca served its monthly invoice upon the Committee, and the
8 Committee has authorized the filing of the Application.

9 5. Lewis and Roca bills for expenses, including in-house photocopies (20¢ per
10 page); outgoing facsimiles (\$1 per page); messenger service (actual cost when outside
11 messenger service is required on an emergency or out of area basis); postage (actual
12 costs); long distance telephone (actual costs); and third party expenses (including court
13 reporter fees, cost of tapes and transcripts, outside copying service, filing fees and meals);
14 and Westlaw, Lexis (at the unit-rate charged by the vendors).

15 6. The chronological list of fees and expenses incurred through July 31, 2006
16 attached to the Application as Exhibits 1 and 2 respectively are true and accurate copies of
17 invoices that are maintained by Lewis and Roca in the ordinary course of business.

18 7. I have personally reviewed and edited the bill in this matter, and it represents
19 true and correct charges to the best of my knowledge, information and belief.

20 DATED August 31, 2006.

21 LEWIS AND ROCA LLP

22
23 By: /s/ RC (#0006593)
24 Susan M. Freeman
25 Rob Charles
26 *Attorneys for the Official Unsecured
Creditors' Committee for USA
Commercial Mortgage Company*